

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Southern District of New York

Case number (If known): _____ Chapter 15

Check if this is an
amended filing

Official Form 401**Chapter 15 Petition for Recognition of a Foreign Proceeding**

12/15

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write debtor's name and case number (if known).

1. Debtor's name

Cryptopia Limited

2. Debtor's unique identifier**For non-individual debtors:**

Federal Employer Identification Number (EIN) _____ - _____ - _____ - _____ - _____

Other 9429041327791. Describe identifier NZ Business Number _____.

For individual debtors:

Social Security number: xxx - xx- _____ - _____ - _____

Individual Taxpayer Identification number (ITIN): 9 xx - xx - _____ - _____ - _____

Other _____ . Describe identifier _____.

3. Name of foreign representative(s)

David Ian Ruscoe

4. Foreign proceeding in which appointment of the foreign representative(s) occurred

Liquidation under the New Zealand Companies Act (1993)

5. Nature of the foreign proceeding

Check one:

- Foreign main proceeding
 Foreign nonmain proceeding
 Foreign main proceeding, or in the alternative foreign nonmain proceeding

6. Evidence of the foreign proceeding

A certified copy, translated into English, of the decision commencing the foreign proceeding and appointing the foreign representative is attached.

A certificate, translated into English, from the foreign court, affirming the existence of the foreign proceeding and of the appointment of the foreign representative, is attached.

Other evidence of the existence of the foreign proceeding and of the appointment of the foreign representative is described below, and relevant documentation, translated into English, is attached.
Written Resolution of the Shareholders of Cryptopia Limited (Exhibit A)

Joint Resolution of Liquidators (Exhibit B)

7. Is this the only foreign proceeding with respect to the debtor known to the foreign representative(s)?

No. (Attach a statement identifying each country in which a foreign proceeding by, regarding, or against the debtor is pending.)

Yes

Debtor	<u>Cryptopia Limited</u> Name	Case number (<i>if known</i>) _____
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8. Others entitled to notice	Attach a list containing the names and addresses of:	
	(i) all persons or bodies authorized to administer foreign proceedings of the debtor,	
	(ii) all parties to litigation pending in the United States in which the debtor is a party at the time of filing of this petition, and	
	(iii) all entities against whom provisional relief is being sought under § 1519 of the Bankruptcy Code.	
<hr/>		
9. Addresses	Country where the debtor has the center of its main interests:	Debtor's registered office:
	<u>New Zealand</u>	<u>215 Lambton Quay</u> Number Street
		<u>Level 15, Grant Thornton House</u> P.O. Box
		<u>Wellington</u> <u>6143</u> City State/Province/Region ZIP/Postal Code
		<u>New Zealand</u> Country
<hr/>		
	Individual debtor's habitual residence:	Address of foreign representative(s):
	<u>Number</u> <u>Street</u>	<u>215 Lambton Quay</u> Number Street
	<u>P.O. Box</u>	<u>Level 15, Grant Thornton House</u> P.O. Box
	<u>City</u> <u>State/Province/Region</u> <u>ZIP/Postal Code</u>	<u>Wellington</u> <u>6143</u> City State/Province/Region ZIP/Postal Code
	<u>Country</u>	<u>New Zealand</u> Country
<hr/>		
10. Debtor's website (URL)	<u>https://www.cryptopia.co.nz/</u>	
<hr/>		
11. Type of debtor	<i>Check one:</i>	
	<input checked="" type="checkbox"/> Non-individual (<i>check one</i>):	
	<input type="checkbox"/> Corporation. Attach a corporate ownership statement containing the information described in Fed. R. Bankr. P. 7007.1.	
	<input type="checkbox"/> Partnership	
	<input checked="" type="checkbox"/> Other. Specify: <u>New Zealand Limited Company</u>	
	<input type="checkbox"/> Individual	

Debtor Cryptopia Limited
Name _____

Case number (if known) _____

12. Why is venue proper in this district?

Check one:

- Debtor's principal place of business or principal assets in the United States are in this district.
- Debtor does not have a place of business or assets in the United States, but the following action or proceeding in a federal or state court is pending against the debtor in this district:
_____.
- If neither box is checked, venue is consistent with the interests of justice and the convenience of the parties, having regard to the relief sought by the foreign representative, because:
_____.

13. Signature of foreign representative(s)

I request relief in accordance with chapter 15 of title 11, United States Code.

I am the foreign representative of a debtor in a foreign proceeding, the debtor is eligible for the relief sought in this petition, and I am authorized to file this petition.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct,

 /s/David Ian Ruscoe

Signature of foreign representative

David Ian Ruscoe

Printed name

Executed on 05/24/2019

MM / DD / YYYY



Signature of foreign representative

Printed name

Executed on

MM / DD / YYYY

14. Signature of attorney

 /s/Timothy Graulich

Signature of Attorney for foreign representative

Date

05/24/2019

MM / DD / YYYY

Timothy Graulich

Printed name

Davis Polk & Wardwell

Firm name

450 Lexington Avenue

Number Street

New York

City

NY

10017

State

ZIP Code

(212) 450-4639

Contact phone

timothy.graulich@davispolk.com

Email address

2661445

Bar number

NY

State

Exhibit A

CRYPTOPIA LIMITED

WRITTEN RESOLUTION OF THE SHAREHOLDERS OF THE COMPANY

Dated: 7 May 2019

The shareholders resolve as a special resolution in the form of a written resolution under section 122(1) of the Companies Act 1993 to put CRYPTOPIA LIMITED into liquidation by appointing David Ian Ruscoe and Malcolm Russell Moore, both of Grant Thornton New Zealand Limited, as liquidators.

This resolution was passed on the date and at the time of signing by the last person to sign below, as evidenced by the entry immediately below that person's name.

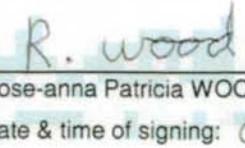
SIGNED by the following shareholders, who comprise at least 75 percent of those entitled to vote at a meeting of shareholders, and who together hold at least 75 percent of the votes entitled to be cast on the resolution.


Adam James CLARK

Date & time of signing: 09/05/19
18:01

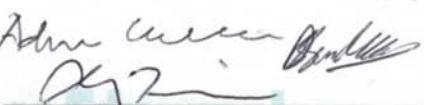

Robert Peter John DAWSON

Date & time of signing: 09/05/19
17:58


R. wood

Rose-anna Patricia WOOD

Date & time of signing: 09/05/19 17:55


Intranet Consulting Limited

Monstar Holdings Limited
Date & time of signing: 14/05/2019 1:20pm

Exhibit B

Cryptopia Ltd (in liquidation)

5392901

NZBN: 9429041327791

Cryptopia Ltd (in liquidation) (**Company**) acting by its liquidators, Messrs David Ian Ruscoe and Malcolm Russell Moore, resolves to appoint David Ian Ruscoe to act as the Foreign Representative of the Company in the proposed US Chapter 15 Bankruptcy Petition to be filed in the Southern District of New York, and to retain Davis Polk & Wardwell LLP to represent the Company and the Foreign representative.

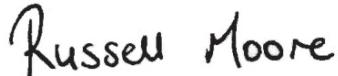
Dated this 23rd day of May 2019

SIGNED by



David Ian Ruscoe

SIGNED by



Malcolm Russell Moore